

Introduced 11 March 2004.

WINPAR HOLDINGS LIMITED

003 035 523

You must complete the relevant sections (attach sheets if there is not enough space).

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- YES

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

5 Issue price or consideration

\$1.00 EACH

6 Purpose of the issue
(If issued as consideration for the acquisition of assets, clearly identify those assets)REINVESTMENT OF
DIVIDENDS UNDER
DIVIDEND REINVEST-
MENT PLAN7 Dates of entering securities into
uncertificated holdings or
despatch of certificates

30 OCTOBER 2008

8 Number and class of all
securities quoted on NSX
(including the securities in clause
2 if applicable)

Number	Class
3410496	ORDINARY

9 Number and class of all
securities not quoted on NSX
(including the securities in clause
2 if applicable)

Number	Class

10 Dividend policy (in the case of a
trust, distribution policy) on the
increased capital (interests)

You need only complete this section if you are applying for quotation of securities

(a) Securities described in Part 1

(b) ☐ All other securities

Entities that have ticked box 34(a)

Tick to indicate you are providing the information or documents

35  If the securities are equity securities, the names of the 20 largest holders of the additional securities, and the number and percentage of additional securities held by those holders

36  If the securities are equity securities, a distribution schedule of the additional securities setting out the number of holders in the categories

- 1 - 1,000
- 1,001 - 5,000
- 5,001 - 10,000
- 10,001 - 100,000
- 100,001 and over

37  A copy of any trust deed for the additional securities

Entities that have ticked box 34(b)

38 Number of securities for which quotation is sought

39 Class of securities for which quotation is sought

YES

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another security, clearly identify that other security)

42 Number and class of all securities quoted on NSX (*including* the securities in clause 38)

Number	Class

Quotation agreement

1 Quotation of our additional securities is in NSX's absolute discretion. NSX may quote the securities on any conditions it decides.

2 We warrant the following to NSX.

- The issue of the securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those securities should not be granted quotation.
- An offer of the securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any securities to be quoted and that no-one has any right to return any securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the securities be quoted.
- We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the securities to be quoted, it has been provided at the time that we request that the securities be quoted.
- If we are a trust, we warrant that no person has the right to return the securities to be quoted under section 1019B of the Corporations Act at the time that we request that the securities be quoted.

3 We will indemnify NSX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give NSX the information and documents required by this form. If any information or document not available now, will give it to NSX before quotation of the securities begins. We acknowledge that NSX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:

Gordon Elkington Date: *05.11.08*
(Director/Company secretary)

Print name:

GORDON ELKINGTON